

## Display Quarterly Report For Corporate Governance

Company: BURLINGTON FINANCE LTD (2023-24) Script: 012214

Select Quarter	<--Select Fin Quarter--> MARCH-24	Display
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### Annexure 1

#### Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of Cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	Hanuman Mal Tater	Non-Executive - Independent Director, Not Applicable,	01/08/1992			0	1	1	0
Mr	Rabi Paul	Non-Executive - Independent Director, Not Applicable,	26/04/2001			0	2	2	0
Mr	Birendra Pandey	Executive Director, Chairperson,	17/12/2007			0	2	2	2
Mr	Alok Pareek	Non-Executive - Non Independent Director, Not Applicable,	07/11/2023			0	0	0	0

Composition of Committee  
Meeting of Board of Directors  
Meeting of Committees  
Related Party Transactions  
Affirmations

Annexure I Signatory Details	
Name of signatory	BIRENDRA PANDEY
Designation of person	DIRECTOR

### Annexure 2

#### Website Affirmations

Item	Compliance status	Details of non-compliance	Website Address
Details of business	Yes		www.burlingtonfinanceltd.com
Terms and conditions of appointment of independent directors	Yes		www.burlingtonfinanceltd.com

Item	Compliance status	Details of non-compliance	Website Address
Composition of various committees of board of directors	Yes		www.burlingtonfinanceltd.com
Code of conduct of board of directors and senior management personnel	Yes		www.burlingtonfinanceltd.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.burlingtonfinanceltd.com
Criteria of making payments to non-executive directors	Yes		www.burlingtonfinanceltd.com
Policy on dealing with related party transactions	Yes		www.burlingtonfinanceltd.com
Policy for determining 'material' subsidiaries	NA		
Details of familiarization programmes imparted to independent directors	Yes		www.burlingtonfinanceltd.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.burlingtonfinanceltd.com
email address for grievance redressal and other relevant details	Yes		www.burlingtonfinanceltd.com
Financial results	Yes		www.burlingtonfinanceltd.com
Shareholding pattern	Yes		www.burlingtonfinanceltd.com
Details of agreements entered into with the media companies and/or their associates	Yes		www.burlingtonfinanceltd.com
"Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange"	NA		
New name and the old name of the listed entity	Yes		www.burlingtonfinanceltd.com
Advertisements as per regulation 47 (1)	Yes		www.burlingtonfinanceltd.com
Credit rating or revision in credit rating obtained	No	Non Deposit Non Systematically Important Company	
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
Whether company has provided information under separate section on its website as per Regulation 46(2)	NA		
Materiality Policy as per Regulation 30	NA		
Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
It is certified that these contents on the website of the listed entity are correct	Yes		www.burlingtonfinanceltd.com

Annual Affirmation  
Affirmations

Annexure II Signatory Details	
Name of signatory	BIRENDRA PANDEY
Designation of person	Director

#### Annexure 4(Additional Half Yearly Disclosure)

##### 1 Disclosure of Loans/ guarantees/comfort letters /securities etc.

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate Amount Advanced during six months	Balance Outstanding at the end of six months
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(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
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(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Securities (cash, shares etc)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
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#### Annexure IV Affirmations

Affirmations	Compliance Status
<b>Name</b>	
<b>Designation</b>	
<b>Place</b>	
<b>Date</b>	



## Composition of Committees

<b>Audit Committee</b>			
Name of Committee members	Category	Date of Appointment	Date of Cessation
Hanuman Mal Tater	Non-Executive - Independent Director,Member	22/02/2002	
Rabi Paul	Non-Executive - Independent Director,Member	22/02/2002	
Birendra Pandey	Executive Director,Chairperson	17/12/2007	

<b>Nomination and remuneration committee</b>			
Name of Committee members	Category	Date of Appointment	Cessation
Hanuman Mal Tater	Non-Executive - Independent Director,Member	28/01/2017	
Rabi Paul	Non-Executive - Independent Director,Member	28/01/2017	
Birendra Pandey	Executive Director,Chairperson	28/01/2017	

<b>Stakeholders Relationship Committee</b>			
Name of Committee members	Category	Date of Appointment	Cessation
Hanuman Mal Tater	Non-Executive - Independent Director,Member	30/03/2018	
Rabi Paul	Non-Executive - Independent Director,Member	30/03/2018	
Birendra Pandey	Executive Director,Chairperson	30/03/2018	

<b>Risk Management Committee</b>			
Name of Committee members	Category	Date of Appointment	Cessation

Corporate Social Responsibility Committee			
Name of Committee members	Category	Date of Appointment	Cessation

Other Committee		
Name of Committee members	Name of other Committee	Category

## Meeting of Board of Directors

Dates of Meeting	Maximum gap between any two consecutive in number of days	Whether Quorum Requirement met(Yes/No)	No of Directors present	No of Independent Directors
07/11/2023	0	Yes	3	3
31/01/2024	84	Yes	4	2

## Meeting of Committees

Committee Name	Dates of Meeting	Maximum gap between any two consecutive in number of days	Name of Other Committee	Whether Quorum Requirement met(Yes/No)	No of Directors present	No of Independent Directors
Audit Committee	07/11/2023	0	Na	Yes	3	3
Audit Committee	31/01/2024	84	Na	No	3	3
Nomination And Remuneration Committee	28/03/2023	0	na	Yes	3	3
Nomination And Remuneration Committee	28/03/2024	365	na	Yes	3	3
Stakeholder Relationship Committee	28/03/2023	0	na	Yes	3	3

## Related Party Transactions

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Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	



## Affirmations

Subject	Compliance status (Yes/No)
The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.d. Risk management committee (applicable to the top 500 listed entities)	No
The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

## Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Independent director(s) have been appointed in terms of specified criteria of independence and or eligibility	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment And Management	17(9)	NA	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of Directorships	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination And remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
Meeting of Risk Management Committee	21(3A)	NA	
Vigil Mechanism	22	NA	
Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	NA	
Maximum Tenure	25(2)	NA	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D And O Insurance for Independent Directors	25(10)	NA	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors	26(3)	Yes	



Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
and Senior management personnel			
Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Signatory Details		
1	Name of signatory	BIRENDRA PANDEY
2	Designation	Director



## Affirmations

Particulars	Compliance status (Yes/No/NA)
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

Signatory Details		
1	Name of signatory	BIRENDRA PANDEY
2	Designation	Director